

EXHIBIT I

STATE OF ILLINOIS
ILLINOIS COMMERCE COMMISSION

Maxcess, Inc.

Application for a Certificate of
Local Exchange and
Interexchange Service Authority to
Operate as a Provider of
Resold and Facilities-Based
Telecommunications Services
Within the State of Illinois

Case No. _____

PREFILED DIRECT TESTIMONY
OF
JAMES MARCHANT

1. Q. Please state your name and business address.
A. James Marchant, 100 West Lucerne Plaza, Suite 500, Orlando,
Florida 32801.
2. Q. By whom are you employed, and what is your position?
A. I am the President & CEO of Maxcess, Inc. ("Maxcess").
3. Q. Please describe your management experience.
A. My relevant experience, as well as other members of
Maxcess's management team, is set forth on Exhibit A
attached hereto.

4. Q. What is the purpose of your testimony?

A. The purpose of my testimony is:

- (1) to describe Maxcess's business and to demonstrate Maxcess's financial and managerial ability to provide high quality, competitively priced, telecommunications services;
- (2) to describe how Maxcess will provide its services to customers and end users and to demonstrate Maxcess's technical ability to provide telecommunications services within the State of Illinois; and
- (3) to describe how Maxcess will provide service and comply with UTAC/ITAC, 9-1-1, and accounting requirements and policies of the Commission.

5. Q. Please describe Maxcess's business.

A. Maxcess is a start-up company, which initially intends to resell interexchange, and local exchange telecommunications services. Maxcess intends to eventually provide facilities-based service. Maxcess intends to market its telecommunications service primarily to small to medium sized businesses. Maxcess's prices for local exchange service will be competitive with other incumbent local exchange carriers ("LECs") and its prices for interexchange service will be competitive with AT&T Communications of Illinois, Inc.'s prices.

6. Q. In what state is Maxcess incorporated?
- A. Florida. A copy of Maxcess's Articles of Incorporation is attached as Exhibit III to Maxcess's Application.
1. Q. Is Maxcess certified to do business in Illinois?
- A. Yes. A copy of Maxcess's Certificate of Authority is attached as Exhibit IV to Maxcess's Application.
8. Q. Describe Maxcess's financial ability to provide the proposed services.
- A. A copy of Maxcess's Balance Sheet as of November 30, 1999 & Income Statement for 11 months ended November 30, 1999, are attached as Exhibit II to Maxcess's Application.
9. Q. Who are the officers of Maxcess?
- A. James C. Marchant, Jr. President & CEO
Daniel H. Webb Sec.& Chief Technology Officer
Thomas E. Watt Chief Financial Officer
10. Q. Describe Maxcess's management team.
- A. Maxcess's management team is described in Exhibit A which is attached hereto.

11. Q. In your opinion, does' Maxcess have the financial and managerial resources necessary to provide the proposed telecommunications services in the State of Illinois?
- A. Yes. In my opinion, Maxcess has the necessary financial and managerial resources to provide the proposed telecommunications services in the State of Illinois.
12. Q. What rates will Maxcess charge for its services?
- A. The cost of local exchange service will depend upon finalization of interconnection and/or resale agreements with the LECs. The cost of interexchange calls will depend upon the distance/duration and/or time of day of calls. The company will initially provide long distance service at a flat rate per minute. Maxcess intends to price its services competitively with the incumbent LECs' and interexchange carriers' rates for the same services.
13. Q. Does Maxcess intend to file a tariff in Illinois?
- A. Yes. Maxcess will file a tariff upon a grant of certification by the Illinois Commerce Commission.

14. Q. Can you describe the technical aspects and services of Maxcess's proposal in its Application?

A. Yes. Maxcess plans to initially offer local exchange services to business customers located in Ameritech's service territories in Illinois. Interexchange service will be offered on a statewide basis. Services to be offered include, but will not be limited to:

- * Basic Business Exchange Services
- * Business Customer Calling and Class Features
- * Adjunct Provided Features (voice messaging, etc.)
- * Business Ancillary Services (911, E911, 411, Relay Service, directory listing, directory assistance, etc.)
- * Inside Wire Arrangements
- * Wire Maintenance Plans
- * Repair and Maintenance
- * Centrex
- * ISDN
- * Assignment of new numbers, Number Portability
- * AIN Provided Features
- * DID Trunks and Lines
- * Analog and Digital Private Lines
- * Internet Access
- * Interfaces to LEC Switches
- * Private Line Services
- * Frame Relay Services

- * Long distance Services, including outbound 1+ and 1010XXX, inbound toll-free (800/888/877), prepaid and post paid calling cards. The company does not intend to provide operator services.

The company's intended core services will more specifically be the following:

A) XDSL SERVICE

Uses XDSL technologies including SDSL and IDSL to provide a combination of high-speed Internet/intranet/VPN data transfer rates (up to 1.5 Mbps bi-directional) plus an optional voice-over-DSL offering whereby customers may have use of multiple virtual phone lines shared over the same physical connection with the high-speed data. Internet traffic will be handled via unspecified bit rate (UBR) ATM service, while the Intranet/VPN and virtual phone lines will be handled via variable but rate/real time (VBRrt) ATM service, providing true performance-guaranteed quality of service. Virtual phone lines will permit all industry standard CLASS calling features, plus emergency 911 and other such local calling features. Virtual phone lines will also have intrastate, interstate, and international calling available, either through Maxcess, or via the long distance company selected by the customer.

B) MISC INTERNET SERVICES

This includes email, world wide web, unified messaging, and other such Internet applications.

C) DIALUP ACCESS SERVICES

For the purpose of linking up virtual private networks to telecommuters and mobile sales force, Maxcess offers dialup access whereby customers may access their corporate networks or the Internet. Dialup services may be accessed via regular analog (POTS) lines used in conjunction with analog modems, or via ISDN lines used in conjunction with ISDN terminal adapters.

D) T1 SERVICES

Customers not within the reach of Maxcess 'XDSL offering may elect to purchase dedicated T1 service for the purposes of transferring digital information at speeds up to 1.5 Mbps bi-directional. Maxcess would pay the incumbent local exchange carrier for use of their conditioned lines on a monthly basis. Customers would use this service for Internet, Intranet/VPN, and virtual phone lines as described under XDSL SERVICES (see above).

E) COLLOCATION SERVICES

Where available Maxcess will offer customers the ability to physically locate their own equipment within Maxcess' premises, when those premises are owned or are direct rental properties of Maxcess. Maxcess will NOT offer collocation services to customers in sites where Maxcess is already collocated on someone else's premise. For example, Maxcess will not offer collocation services to customers within an ILEC central office building.

F) NETWORK INTEGRATION SERVICES

Maxcess will provide expert technical assistance on-site at the customer premise to help customers with their local area network (LAN) and wide area network (WAN) needs, as well as assisting with miscellaneous computer and network related issues as needed by the customer.

In addition to the services listed above, Maxcess, through interconnection with other carriers, will offer dual-party relay services, 9-1-1 Emergency Services, directory assistance and operator assisted calls, lifeline, and toll-free calling.

15. Q. Does Maxcess possess sufficient managerial and technical resources and qualifications to provide all of the services requested in its Application to provide local exchange and interexchange services in Illinois?

A. Yes. The senior management of Maxcess have great depth in the telecommunications industry and offer extensive technical and managerial expertise to Maxcess pertaining to the telecommunications business. Maxcess proposes to offer statewide interexchange service and basic local exchange service within the service areas of Ameritech or other incumbent LECs. Furthermore, since initially Maxcess will be reselling services utilizing the facilities of incumbent LECs such as Ameritech, and interexchange facilities-based carriers such as Qwest, technical expertise and quality of service should be assured.

16. Q. What facilities will Maxcess use to provide the proposed telecommunications services in Illinois?
- A. Maxcess initially plans to provide local exchange services through resold facilities from incumbent local exchange carriers, initially Ameritech, and plans to offer resold interexchange services utilizing Qwest Communication's network.
17. Q. Is Maxcess's Application consistent with serving the public interest in the provision of telecommunications customers?
- A. Absolutely. The Commission's grant of this certificate is in the public interest because business consumers of telecommunications services in Ameritech's service territory will receive increased choice, improved quality of service, and heightened opportunities to obtain improved technology. Market incentives for new and old telecommunications providers in Illinois will be improved greatly through an increase in the diversity of suppliers and competition within the interexchange and local exchange telecommunications market. Consistent with the Commission's intent to aid in the development of a competitive telecommunications environment in Illinois, the granting of a certificate of authority to provide interexchange and local exchange service will offer increased efficiency to the State's telecommunications infrastructure through greater reliability of services and an increase in competitive choices.

18. Q. Who will be providing local exchange access to services typically supplied by incumbent carriers?
- A. Local exchange provision of service including Directory Assistance, 9-1-1 Emergency Assistance, Emergency Interrupt Service (given significant market demand), and Busy Line Verification (given significant market demand) will be supplied through arrangements with the incumbent LEC, Ameritech.
19. Q. How is the end user billed?
- A. The end users will be billed directly by Maxcess.
20. Q. How will Maxcess handle emergency calls, including 911 calls?
- A. Emergency calls such as 911 call will be handled by the LEC's network.
21. Q. In your opinion, does Maxcess have the technical ability and resources necessary to provide the proposed telecommunications services to customers in the State of Illinois?
- A. Yes. In my opinion, Maxcess has the necessary technical ability and resources to provide telecommunications service to customers within the State of Illinois.

22. Q. Will you please provide the name, address and telephone number of the person that will serve as your company's contact to the Consumer Service Division for complaint resolution?
- A. George Paulous, Customer Service Manager
100 West Lucerne Plaza, Suite 500
Orlando, Florida 32801
888-609-9399
23. Q. Will the company comply with 83 Illinois Administrative Code Part 772.55 a) 1) "Billing" and 772.100 d) "Notices"? Will the company provide a copy of a customer's bill and final notice to the Commission Staff to ensure compliance with this Part?
- A. No. The company will block such calls.
24. Q. Will the company follow the regulations as prescribed in 83 Illinois Administrative Code Part 705, "Preservation of Records of Telephone Utilities"?
- A. Yes.
25. Q. Will the company comply with Il. Adm. Code Part 735 "Procedures Governing the Establishment of Credit, Billing, Deposits, Termination of Service and Issuance of Telephone Directories for Telephone Utilities in the State of Illinois"?
- A. Yes. The company will request a variance of Part 735.180 requiring the company to publish directories. Customers will be published in a directory through Ameritech.

26. Q. Will the company contract with the incumbent LEC for directory services or provide its own directory?
- A. The company will contract with the incumbent LEC for directory services.
27. Q. Will your company have repair people in Illinois?
- A. No. The company intends to rely upon the incumbent LEC for which it will resell service for repair and maintenance. The company initially intends to provide resold non-facilities based service.
28. Q. Will the company sign and return to the Universal Telephone Assistance Corporation (UTAC) and the Illinois Telecommunications Access Corporation (ITAC) all of the necessary membership forms in a timely manner?
- A. Yes. The company expects to file prior to certification.
29. Q. Will the company meet the requirements of Sections 13-301, 13-301.1, and 13-703 of the Public Utilities Act?
- A. Yes.
30. Q. Will the company follow the regulations as prescribed in 83 Illinois Administrative Code Part 755, "Telecommunications Access for Persons with Disabilities"; Part 756, "Telecommunication Relay Service"; and Part 757, "Telephone Assistance Programs"?
- A. Yes.

31. Q. Will the company collect and remit to ITAC the line charge amount collected monthly from all telephone subscribers for the TTY Equipment Loan Program and Telecommunications Relay Service?
- A. Yes. The company will collect and remit such charges either directly or through its underlying LEC subject to the terms of its resale/interconnect agreement.
32. Q. Will the company solicit, collect and remit to UTAC the voluntary contributions collected monthly from its telephone subscribers to support the Universal Telephone Service Assistance Program (UTSAP)?
- A. Yes.
33. Q. Has the company ever provided service under any other name?
- A. No.
34. A. Have any complaints or judgments been levied against the company? (Instate or out of state).
- Q. No formal complaints or judgments have been levied against the company by any regulatory authority.

35. Q. How does your company plan to solicit customers?

A. The company intends to solicit customers through two basic sales channels: direct sales and alternate sales. Direct sales will involve gathering information about prospective customers and then scheduling sales calls. Alternate sales will primarily involve sales through resellers such as Internet service providers, interexchange carriers, competitive local exchange carriers, telephone system integrators, and network systems integrators.

36. Q. Please provide a copy of your company's written guidelines to prevent unauthorized "slamming" of local exchange customers?

A. Since the company has yet to begin operations as a local exchange service provider, no written guidelines exist at this time, however, upon completion of such guidelines, the company will provide a copy to the Commission if it desires. The company does intend to obtain a written letter of authorization from all customers prior to commencing local exchange or interexchange service.

37. Q. Is your company prepared to handle 9-1-1 service pursuant to the Emergency Telephone Systems Act, 83 Illinois Administrative Code Part 725 and Part 720?

A. Yes. Since the company will be reselling services provided by the incumbent LECs, 9-1-1 service will actually be provided by the incumbent LECs. The company's customers will receive the same quality of 9-1-1 service that is currently offered by the LECs.

38. Q. Will your company coordinate with the incumbent LEC(s) and local 9-1-1 systems to minimize obstacles and provide transparent service to the end-users? Will there be any additional call setup time? Will there be any costs associated with the transition charged to the 9-1-1 systems?
- A. Yes. 9-1-1 service should be transparent to end-users. All setup times and costs associated with transmission should be passed through from the LEC to the company to the company's customers.
39. Q. Does your company intend to bill each 9-1-1 system for features associated with 9-1-1, i.e. building and management of database; selective routing; networking and dedicated trunks? If so, how will these costs be determined?
- A. All costs which are billed to end-users will be determined by the LEC pursuant to the terms of the company's resale/interconnection agreements with the LECs.
40. Q. If contracting with the incumbent LEC to provide 9-1-1 service, how are the inter-machine trunk lines, from your company's switch to the incumbent LEC switch, envisioned to be charged to the 9-1-1 system?
- A. Since the company will initially provide non-facilities based service utilizing LEC facilities, all lines and facilities will be provided by the LECs.

41. Q. Will your company file tariffs for all services and charges associated with 9-1-1 if any?
- A. Yes.
42. Q. Who will be responsible for building and maintaining the 9-1-1 database for your customers? How often will updates be performed on the 9-1-1 database?
- A. The LEC will be responsible for building and maintaining the 9-1-1 database for the company's customers. The company will provide updated customer information to the LECs and update on a daily basis.
43. Q. Does your company have procedures for the transitioning of 9-1-1 surcharge collection and dispersement to the local 9-1-1 system?
- A. All procedures for the transitioning of 9-1-1 surcharge collection and dispersement to the local 9-1-1 system will be established by the LEC and set forth in the company's resale/interconnection agreements with the LECs.
44. Q. Will your company's proposal require any network changes to any of the 9-1-1 systems?
- A. No.

45. Q. Will your company's customers receive the same quality of 9-1-1 service that is currently offered from the incumbent LECs.
- A. Yes. The company's customers will receive the same quality of 9-1-1 service that is currently offered by the incumbent LECs.
46. Q. Will you be able to meet the requirement under section 725.500, o. for call boxes?
- A. Yes. This requirement should be met by the LECs.
41. Q. Please provide the name and telephone number of the person who will serve as your 9-1-1 company's contact.
- A. Mike West, COO
100 West Lucerne Plaza, Suite 500
Orlando, Florida 32801
407-610-0116
48. Q. Please provide the Chart of Accounts and any manuals or procedures that describe the accounting system currently in use by Maxcess, Inc.
- A. See the attached Chart of Accounts.

49. Q. Does the accounting system currently in use by Maxcess, Inc. provide sufficiently detailed data for the preparation of Illinois Gross Receipts Tax returns? What specific accounts or sub-accounts provide this data?
- A. Yes. The company's accounting system will provide sufficiently detailed data for the preparation of Illinois Gross Receipts Tax returns. The data to prepare such returns is obtained from billing information from the company's underlying carriers or its own switching equipment. Any local revenues will be obtained from the LECs which services are resold by the company. See attached Chart of Accounts.

50. Q. Will Maxcess, Inc. maintain its records in sufficient detail to facilitate the calculation of all applicable taxes?
- A. Yes.
51. Q. Please describe the existing peculiarities or unusual circumstances that Maxcess, Inc., believes warrant a departure from a prescribed procedure or technique required by Part 710.
- A. To comply with Part 710, the basic accounting system utilized for all states, either local or interexchange, would have to be modified.
52. Q. Please explain how the application of the accounting system currently in use by Maxcess, Inc., will maintain or improve uniformity in substantive results as among telecommunications companies.
- A. The application of the company's accounting system is in accordance with GAAP and allows the company to file all required reports with the Commission and the Department of Revenue, therefore, the system should at a minimum maintain uniformity of results as among telecommunications companies.

53. Q. Does Maxcess, Inc., agree that the requested waiver of Part 710 will not excuse it from compliance with future Commission rules or amendments to Part 710 otherwise applicable to the Company?

A. Yes.

54. Q. Are you familiar with the term slamming, and if so, what will your company do to prevent slamming?

A. Yes, I am familiar with the term and the meaning of slamming. Our company will take all necessary measures in order to prevent slamming, including attempting to get a signed letter of agency from all presubscribed customers prior to commencing service, and all marketing will be done in accordance with all applicable state and federal regulations.

55. Q. Does this conclude your testimony?

A. Yes.


STATE OF FLORIDA

COUNTY OF ORANGE

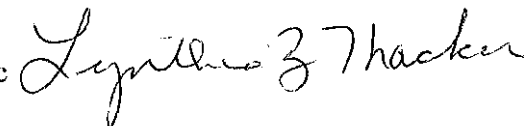
AFFIDAVIT

I, James C. Marchant, first being duly sworn upon oath depose and say that I am the President of Maxcess, Inc., the Applicant, and that I have read the above and foregoing prefiled testimony by me subscribed and know the contents thereof, which testimony was tiled in support of Maxcess, Inc.'s Application for a Certificate of Local Exchange Service Authority to Operate as a Reseller of Telecommunications Services within the State of Illinois; that said contents are true in substance and in fact, except as to matters stated upon information and belief, and as to those, I believe the same to be true.

*and Faciliti-
Based
Provider*


James C. Marchant
President

Sworn to and subscribed before me
this 20 day of Jan, 2000.

Notary Public 

My Commission Expires:



Lynthia Z. Thacker
Commission # 0080802
Expires Mar. 4, 2003
Bonded thru
Atlantic Bonding Co., Inc.

EXHIBIT A

MANAGEMENT INFORMATION

Resume

James C. Marchant, Jr.

1708 NW 117th Terrace, Gainesville, FL 32606
Home Phone: 352-332-2969 Email: jcm@maxcess.net

Career Overview

Mr. Marchant has had fifteen years of professional leadership experience in information and communication industries, with a focus on providing unique solutions to satisfy the needs of business customers. Experiences include:

Accounting/Finance	Human Resources	Business Planning	Budgeting
Technology Evaluation	Network Integration	Project Management	Sales
Marketing	Systems Administration	Custom Solutions	Leadership

Education

Received degree in Criminal Justice from Troy State University, May 1978.

Career Experience

Maxcess, Inc.

Gainesville, FL

January 1999 to Present.

CEO/President Mr. Marchant established Maxcess, Inc. in June of 1998. His vision is to build one of the world's first completely unified communications networks that offers more than just access and related services on one network and voice communications on another network. Mr. Marchant likes the idea of giving customers a high-speed "always-on" connection combined seamlessly into a national network using the latest in ultra-efficient carrier-grade converged network technology to deliver significant savings on voice, data, and video and add value by offering virtual private networks, network integration, unified messaging, video conferencing, and broadcast video.

Mercury Communications USA, Inc.

Gainesville, FL

December 1995 to January, 1999

CEO/President When the market for Internet services finally took off in 1995, Mr. Marchant saw the opportunity to put his business' 10+ years of Unix and networking experience to use. The Internet was built on Unix and networks, so this was a natural progression for his business. Mr. Marchant established Mercury Communications USA, Inc. in 1995. Mercury was one of the very first ISP's in Florida. Today there are over 850 ISP's in Florida. Mercury started before 56K-Flex, X2, or V.90 technology existed. For the first two years, Mercury used analog modems capable of 28.8Kbps and quickly established local points of presence in Newberry and Ocala. After that, Mercury was the first ISP in the region to offer 56K/X2 dialup connections. In addition to always being the first in the region to provide the latest ISP technology, Mercury also differentiated itself from all other ISP's in the area by providing free unlimited 24x7 expert technical assistance to all subscribers. Mr. Marchant also gave his subscribers a one-stop shopping place for all their Internet needs including web hosting, web page design, graphic arts, dialup access, dedicated access, network integration services, custom software development, and collocation services. By December, 1998, Mr. Marchant's business had grown to have 4,500 recurring subscriber services. In December of 1998, Mercury was bought out at an extremely attractive price. As voice, data and video converged to form a new communications world, Mr. Marchant saw that networks built only to carry voice and small amounts of data, or exclusively data would not be able to compete against a seamless completely unified network and hence the birth of Maxcess.

Marchant Business Systems, Inc.

June 1984 to February 1994

Gainesville, FL

President. Mr. Marchant established Marchant Business Systems, Inc. (MBS) in 1984. MBS became one of the nation's first AT&T Value-Added Resellers, and purchased the source code to a new Unix-based accounting system, and went into business selling true multi-tasking, multi-user computer systems. Mr. Marchant hired a technical and software development team. MBS installed complete turn-key custom hardware and software solutions. MBS expanded into local and wide-area networking starting with serial I/O systems (RS232) and evolved into Ethernet LAN's and digital WAN's. The company established the Internet domain *mbs.com* in 1991. In addition to many accounting systems customers scattered primarily throughout Florida, the company also served all computer and communications hardware, operating systems, software, custom applications, LAN, WAN, and systems administration needs for Check Express, Inc., a large national check-cashing and franchise operation.

Areas of Technical Familiarity

Mr. Marchant's technical expertise includes the following:

Computer Operating Systems

Sun Solaris, AT&T System V, Novell Unixware, SCO Unixware, SCO Unix, NCR Unix, IBM AIX, Microsoft Windows NT, 98, 95, 3.11, DOS, IOS

Software/Utilities/Servers/Clients

programming languages and compilers, 4GL's, databases, email servers, email clients, web servers, web browsers, DNS servers, DHCP servers, firewalls, Samba, VisionFS, HylaFax, word processors, presentation software, spreadsheets, diagram/flowchart software, optical character recognition software, graphical editors, text editors, terminal emulators, dialup networking, anti-virus software, data compression software, scheduling software, financial/accounting software

Network Media and Related Concepts

PRI, BRI, T1, T3, DS0, DS1, DS3, OC-3, OC-12, OC-48, OC-192, ISDN, POTS, Frame Relay, PVC, ATM, SONET, QoS, VoFR, VoIP, VoDSL, VoATM, TDM, VPN, PSTN, PBX, HDSL, CDSL, SDSL, IDSL, HDSL2, ADSL, G.Lite/UADSL, VDSL, RADSL, DACS, DSX, NEBS3, ILEC, CLEC, RBOC, CBR, UBR, VBRrt, VBRnrt, SS7, E-911, UNE, dry copper, one-pair, two-pair, coax, fiber, 10BaseT, 10Base2, 100BaseT, MDF

Equipment

Ethernet hubs, Ethernet switches, Cisco routers, USR/3Com Total Control Enterprise Hubs, TSU's, ISDN terminal adapters, POTS modems, PC's, Laptops, Sun Microsystems computers, RAID controller boards, SCSI controller boards, IDE controller boards, video boards, network interface cards, soundcards, PCMCIA cards, IBMRS/6000's, symmetric multi-processor systems, 10/100BaseT-to-Fiber converters, X-Terminals, character-based (dumb) terminals, print servers, laser printers, dot matrix printers, scanners, zip drives, floppy drives, hard drives, QIC drives, DAT drives, CD-ROM drives.

Familiar with general function of: DMS100, DMS500, DACSII, CBX, CVX, 5ESS, AX1250, PathStar, Shasta, Redback, DSLAM, Tandem Switch

Other

Telecommunications Regulatory Issues

Associations

Mr. Marchant serves many leadership roles as a highly respected member of the business community. His roles include the following:

1. Serves on the Florida Chamber Board of Governors including the taxation and members council committee from November, 1996 to the present.
2. Founded the Florida Internet Service Providers Association (FISPA) April, 1996. Served as Vice-President until November 1997. FISPA is the nation's first and best Internet service providers association.
3. Elected President of FISPA November, 1997 for two-year term and was re-elected as president for a second two-year term on November, 1999.
4. Selected by the Florida Legislature to serve on the Florida Information Service Technology Development Task Force and serve on E-laws: Regulatory and Administration sub-committee in July 1999
5. Successfully lobbied against Internet taxation in Florida during the 1996 Florida legislative session.
6. Selected to serve on Rep. Sharon Merchant's Workgroup on Internet Crime Against Children April, 1999.
7. Selected to serve on Florida Chamber Management Corporation committee October 1999.
8. Member of the Florida Chamber of Commerce since 1995.

References

Available upon request.

Resume

Daniel H. Webb

526 NW 99 Terrace, Gainesville, FL 32607
Home Phone: 352-331-1379 Email: dan@maxcess.net

Objective

To hold a position where my strengths in software development, operating systems management, and administration of systems, local area and wide area networking can best be utilized.

Education

Received Bachelor of Science in Business Administration, specialization in Computer and Information Sciences, University of Florida, May, 1986.

Employment

Maxcess, Inc.

Gainesville, FL

January 1999 to Present.

Chief Technical Officer. Responsibilities include selection of hardware and service vendors for building a nationwide converged, unified telecommunications and data/video network. Also responsible for selection of service partners for local and long-haul communications transport services, and Internet connectivity. Duties require excellent understanding of the very latest technological solutions for all aspects of the converged network and its services, and also requires excellent understanding of regulatory issues, marketing, sales, finance, and operations.

Mercury Communications USA, Inc.

Gainesville, FL

December 1995 to January, 1999

Vice President of Operations. Responsibilities included management of systems administrators, sales staff, technical support/call center staff, and clerical/bookkeeping staff for this Internet service provider company. Also wrote and implemented an automated billing system which was fully integrated with an existing accounting system. Also wrote customized business applications for customers using the C programming language and a relational database in various Unix environments. Also did network integration projects for customers, connecting those networks to the Internet and creating Virtual Private Networks. Key vendor contact for ordering, installation, and maintenance of data and telephony circuits.

Energizer Power Systems, Inc.

February 1994 to December 1995

Gainesville, FL

Senior Analyst Programmer. Responsible for software development and maintenance projects for Energizer's Battery Test and Evaluation group. Projects required thorough knowledge of Energizer's data acquisition systems running a real-time operating system (RTE-A) on HP1000 computers and interfacing to an HP9000 (HP-UX) for data storage and reporting. All software modifications had to be right the first time as there was no test system. Successfully demonstrated ability to quickly learn a totally different kind of operating system, programming language, scientific application, and apply that knowledge to quickly and successfully implement major system expansion projects.

Marchant Business Systems, Inc.

June 1986 to February 1994

Gainesville, FL

Computer Programmer. Responsible for selection and configuration of customer hardware and operating systems. Provided complete turn-key accounting and point of sale systems on AT&T 3Bx, Intel x86, and IBM RS/6000 hardware using System V Unix and AIX. Wrote a complete integrated accounting system using C, a relational database, and 4-GL tools. Did local and wide area networking using serial I/O and dialup and leased lines connected with multiplexors and modems. Responsible for all aspects of systems administration, applications development, customer training, sales, and marketing.

Core Competencies

The majority of my career has been spent writing Unix-based software applications in "C", and interfacing those applications to a **database**. I'm quite expert at most aspects of **System V Unix**, **UnixWare**, and **AIX**. I'm also very good with **shell scripting**, and making use of the numerous utilities that exist within the Unix environment to accomplish complex tasks without writing much code (this includes the more obvious utilities such as cat and sort, for example.) I'm have some experience and am quite comfortable working in a **Solaris** environment. I'm also quite expert with BASIC, Pascal, FORTRAN, and COBOL, although I have not made use of those languages for quite some time. Also, I've been using "vi" for so long that it has become an extension of my body. I have a strong background in financial accounting.

Other Areas of Technical Familiarity, Concepts, and Equipment

These are areas with which I am familiar and have experience to varying degrees, but would not want to lead you to believe that I am an expert:

Software/Utilities/Servers/Clients

make, sed, awk, sendmail administration, DNS administration, WindowsNT, Windows3.11, Windows95, DOS, X11, SQL, Samba, VisionFS, HylaFax, CheckPoint/FireWall1

Network Media and Related Concepts

PRI, BRI, T1, T3, DS0, DS1, DS3, OC-3, OC-12, OC-48, OC-192, ISDN, POTS, Frame Relay, PVC, ATM, SONET, QoS, VoFR, VoIP, VoDSL, VoATM, TDM, VPN, PSTN, PBX, HDSL, CDSL, SDSL, IDSL, HDSL2, ADSL, G.Lite/UADSL, VDSL, RADSL, DACS, DSX, NEBS3, ILEC, CLEC, RBOC, CBR, UBR, SS7, E-911, UNE, dry copper, one-pair, two-pair, coax, fiber, 10BaseT, 10Base2, 100BaseT

Equipment

Ethernet hubs, Ethernet switches, Cisco routers, USR/3Com Total Control Enterprise Hubs, TSU's, ISDN terminal adapters, POTS modems, PC's, Sun Microsystems computers, RAID controller boards, SCSI controller boards, IBM RS/6000's, Symmetric Multi-Processor Systems, 10/100BaseT-to-Fiber converters, X-Terminals, Character-based (dumb) terminals, Print Servers, Laser Printers, Dot Matrix Printers

Familiar with general function of: DMS100, DMS500, DACSII, CBX, CVX, 5ESS, AX1200, PathStar, Shasta, DSLAM, Tandem Switch

Other

Telecommunications Regulatory Issues,

Interests

Currently teach first and second grade Sunday School at Grace United Methodist in Gainesville, Florida. I am very devoted to my wife and family. I enjoy spending time with the Lord and with my family, and I support my family's efforts to serve God. I also enjoy travel, fishing, cooking, gardening, and Gator athletics.

References

Available upon request.

Managing Partner

The Founder and Managing Partner has over twenty-five years of business experience with twenty of those years in medical and information technology environments. Highlights of his management experience include positions as:

- ♦ Executive Vice President and Chief Operating Officer of a privately-held software company in Boston. He profitably grew that company from under \$2 million to \$15 million in just over three years.
- 0 Chief Financial Officer of a \$40 million medical equipment manufacturer that more than doubled each year.
- 0 Director of Financial Planning and Analysis for a \$1 billion pharmaceutical and medical products company in Chicago.

Complete Management History

1988 - 1998	Founder and Managing Partner	Thomas Watt & Associates Atlanta, GA & Boston, MA
1985 - 1988	Exec. VP & Chief Operating Officer	InterSystems Corporation Boston, MA
1982 - 1983	Chief Financial Officer	Support Systems International Charleston, SC
1978 - 1982	Assistant Group Controller Medical Products Group Corporate Director, Financial Planning & Analysis	G. D. Searle & Co. Chicago, IL
1975 - 1978	Director - Market Research & Planning Controller - Distribution & Service Planning Manager - Distribution & Service	Rockwell International Corp. Admiral Group Chicago, IL
1974 - 1975	Senior Financial Analyst	Norlin Corporation, Chicago, IL
1973 - 1974	Financial Analyst - Asset Management	CNA Financial Corporation Chicago, IL

Military Experience U. S. Navy Officer 1967 - 1971

<u>Education</u>	M.B.A Finance	University of south Carolina	1972
	B.S. Mathematics	Illinois institute of Technology	1967

MICHAEL D. WEST
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LEAWOOD, KANSAS 66209
H: 913-897-0371
w: 913-534-6224

PROFESSIONAL OBJECTIVE:

My objective is to acquire an executive level management position within a professional, progressive and competitive organization. The position must offer the opportunity to explore and build an infrastructure to successfully compete in today's market while creating shareholders' value.

CAREER OVERVIEW:

Extensive experience in the development of highly competitive organizations with a focus on new revenue generation, profitability and meeting the needs and expectations of end-users. Management/technical experiences include but not limited to:

-Marketing -Sales -Software Analysis -Project Management -Network Control Center
-Vertical Markets -Residential and Business Focus -Technical Witness
-New Product/Application Development -Switching and Transmission -Engineering
-Strategic Planning -Contract Negotiations -Systems Integration

CAREER EXPERIENCE:

July 1998 to Present: Sprint National Integrated Services, Overland Park Kansas

Title: MANAGER, ACCESS STRATEGIES:

Strategic Planning (CLEC and IP)/National Standards/Process/Procedures/Negotiations

Directing teams that are developing processes and procedures necessary to position Sprint (as a CLEC) strategically, operationally and organizationally to include, but not limited to: Collocation Build-outs, Installation, Engineering, and Maintenance. I am also driving project management activities, while continuing to technically support national interconnection negotiations and function as Sprint's national technical witness.

August 1997 to July 1998: Sprint National Integrated Services, Overland Park Kansas.

Title: MANAGER, NIS REGIONAL ENGINEERING PROCESS INFRASTRUCTURE PLANNING:

National Standards/Process/Procedures/Negotiations

Responsible for the development of network operational methods and procedures, disaster recovery planning, network performance standardization, contract and interoperability requirements of Sprint's network with other carrier's for local services. The responsibilities include, but not limited to: Installation, Engineering, Maintenance, Performance Standards and Technical Witness.

August 1996 to August 1997: Sprint World Headquarters, Westwood Kansas

Title: OPERATIONS PLANNING MANAGER: ILEC/CLEC Technical Contract Negotiations

I represented Sprint in RBOC contractual negotiations supporting Sprint's policy and technical requirements from an ILEC and CLEC position. I also facilitated and directed internal teams (Technical, Implementation, Legal, Regulatory, Costing, Billing and Policy) in bringing to closure complex business issues. (e.g. developing processes, tariff language, legal definitions, technical requirements, etc.)

November 1991 to August 1996: Sprint World Headquarters, Westwood Kansas

DIRECTOR BUSINESS MARKET: Data/Network/Video/Systems Integration

I directed the development of domestic marketing strategies, strategic initiatives, market size/growth forecast, pricing, sales activities, competitive analysis, advertising, and the launching of new products with a

major focus on revenue (growing revenue from \$12 to \$33 million the first year followed by continued growth of 35% -50%) and profitability, vendor management and vertical marketing applications.

January 1987 to November 1991: United Telephone Company of Ohio

GENERAL MANAGER: Data/Network Sales and Vertical Markets: Mansfield, Ohio

I developed and implemented multi-state marketing strategies, hired and positioned a highly competitive infrastructure (product development, sales, engineering and technical support), directed competitive analysis, tariff development, sales, engineering and maintenance of data and networking applications and transport elements. The first year the team was in place, we achieved 162% of the sales objective and began to position United Telephone as a strong competitive system integrator. As a result, corporate management recognized the success of the regional team that resulted in a system wide effort that I led.

October 1984 to January 1987: United Telephone Company of Ohio

REGIONAL MANAGER: Transmission and Special Services: Lima, Ohio

I managed and directed the maintenance of all transmission equipment, installation and maintenance of special services, transmission control center, and all major pair gain devices for the western side of the State. I also was responsible for the maintenance of public microwave equipment.

September 1982 to October 1984: United Telephone Company of Ohio

SENIOR STAFF ANALYST/TECHNICAL SOFTWARE: Mansfield, Ohio

This position supported all DMS 100/200 Digital Switches within the State of Ohio. The support focused on outage assistance and control, referrals, test and acceptance, firmware and software control, technical audits, and translation changes. This position required strong technical and managerial skills.

March 1980 to September 1982: United Telephone Company of Ohio

FOREMAN: Network Control Center: Mansfield/Mt. Vernon, Ohio

While in this position I managed, developed, enhanced and controlled the dispatch of central office trouble tickets, the analysis of trouble reports and administered preventive maintenance programs. This position, as well, included the development and publication of key divisional results.

March 1977 to March 1980: United Telephone Company of Ohio

FOREMAN: Central Offices: Mt. Vernon, Ohio

I was responsible for managing the work force that maintained the central offices, transmission equipment, supported operator services and installation maintenance of special service circuits within the Mt. Vernon district.

March 1968 to March 1977: North Electric, Galion, Ohio

CENTRAL OFFICE INSTALLER, TECH A, INSTALLATION SUPERVISOR: Ohio and Pennsylvania

Responsibilities included the installation and testing of various types of North Electric switching equipment e.g.: NX-1D, NX-1E, NX-1 Centrex, NT400, NT-500 and associated power systems.

After two years of holding the position of installer, I was placed in charge of my first installation job managing 27 personnel. During the rest of my career with North Electric, I supervised and managed small and major installations.

AFFILIATIONS:

- President and Vice President of North Central Marketing and Sales Club. (1990-91)
- United-North Central Speakers Bureau (1988-91)
- President of Knox County International Management Council (1982)
- President Gymnastics Booster Club (1988)
- Committee Chairman Kiwanis Club
- Committee member, Richland Economic Development Corporation appointed by the Company
- President of United-North Central.
- Active in community, school functions and organizations.

OTHER INTEREST:

Boating, snow skiing, golf, and family activities.

REFERENCES:

EXHIBIT B
CHART OF ACCOUNTS

**Maxcess, Inc.
Chart of Accounts**

CURRENT ASSETS

1000	Petty Cash
1010	Cash – Operating
1020	Cash – Payroll
1100	Accounts Receivable
1110	Accounts Receivable – Other
1200	Prepaid Expenses
1210	Prepaid Taxes
1220	Prepaid – Other

LONG TERM ASSETS

1500	Land
1510	Vehicles
1520	Building
1530	Furniture & Fixtures
1540	Telephone Equipment
1550	Leasehold Improvements
1511	Acc. Dep – Vehicles
1521	Acc. Dep – Building
1531	Acc. Dep – Furniture & Fixtures
1541	Acc. Dep – Telephone Equipment
1551	Acc. Dep – Leasehold Improvements

OTHER ASSETS

1600	Deposits
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CURRENT LIABILITIES

2000	Accounts Payable – Trade
2110	Accrued Federal Excise Taxes
2120	Accrued State Taxes
2121	Accrued State Taxes – Illinois
2130	Accrued Local Taxes
2131	Accrued Local Taxes
2140	Accrued 911 Charges
2141	Accrued 911 Charges - Illinois
2150	Accrued Other Telephone Charges
2151	Accrued Other Telephone Charges - Illinois
2200	Accrued Federal Payroll Taxes
2210	Accrued State Payroll Taxes
2211	Accrued State Payroll Taxes - Illinois
2220	Accrued Local Payroll Taxes
2221	Accrued Local Payroll Taxes - Illinois
2230	Accrued Other Payroll Taxes
2231	Accrued Other Payroll – Illinois
2300	Accrued Other Expenses
2400	Unearned Revenues – Prepaid Phone Service
2500	Customer Deposits
2600	Current Portion of Long Term Debt

LONG TERM LIABILITIES

2700 Long Term Debt

EQUITY

3000 Capital Stock
3100 Paid in Capital in Excess of Par
3200 Retained Earnings

REVENUES

4000 Local Service Revenue - 49 states
4001 Local Service Revenue - Illinois
4100 Long Distance Revenue - Interstate - 49 states
4101 Long Distance Revenue - Interstate - Illinois
4200 Long Distance Revenue - Intrastate - 49 states
4201 Long Distance Revenue - Intrastate - Illinois
4300 Other Revenues

COST OF REVENUES

5000 Cost of Revenue - Local Service Revenue - 49 states
5001 Cost of Revenue - Local Service Revenue - Illinois
5100 Cost of Revenue - Long Distance Revenue - Interstate - 49 states
5101 Cost of Revenue - Long Distance Revenue - Interstate - Illinois
5200 Cost of Revenue - Long Distance Revenue - Intrastate - 49 states
5201 Cost of Revenue - Long Distance Revenue - Intrastate - Illinois
5300 Cost of Revenue - Other Revenues

EXPENSES

6000 Advertising & Marketing
6010 Contract Labor
6020 Customer Service
6030 Depreciation
6040 Dues and Subscriptions
6050 Employee Benefits
6060 Freight
6070 Legal & Professional Expenses
6080 Office Supplies
6090 Outside Professional Services
6100 Payroll Tax Expenses
6110 Postage & Overnight Delivery Service
6120 Rent or Lease Expense
6130 Repairs & Maintenance
6140 Salaries & Wages
6150 Supplies Expense
6160 Tax Expense - Other
6170 Telephone Expense
6180 Utilities Expense
6190 Vehicle Expense
6300 Miscellaneous Expense

CORPORATE INCOME TAXES

7000 Federal Income Taxes
7100 State Income Taxes